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CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF PRIVATE COMPANY AS A PUBLIC COMPANY

Company No. 170071

The Registrar of Companies for Scotland hereby certifies that

AORTECH INTERNATIONAL PLC

formerly registered as a private company has this day been reregistered under the Companies Act 1985 as a public company and that the company is limited.

Given at Companies House, Edinburgh, the 11th February 1997

SCT **SRTOMT4V* 447. COMPANIES HOUSE 11/02/97